

Form PTO-1595 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼ ▼		RECORDATION FORM COVER SHEET PATENTS ONLY		U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.					
1. Name of conveying party(ies): RJR Archer, Inc. Winston-Salem, North Carolina Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies) Name: <u>R. J. Reynolds Tobacco Company</u> Internal Address: _____ _____ _____ Street Address: <u>Bowman Gray Technical Center</u> <u>P.O. Box 1487, 950 Reynolds Blvd.</u> City: <u>Winston-Salem</u> State: <u>NC</u> Zip: <u>27102</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>December 23, 1992</u>					
4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is: _____ A. Patent Application No.(s) _____ B. Patent No.(s) <u>4,784,885</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Charles W. Calkins, Esq.</u> <u>Kilpatrick Stockton LLP</u> Internal Address: _____ _____ Street Address: <u>1001 West Fourth Street</u> _____ <u>Winston-Salem</u> City: _____ State: <u>NC</u> Zip: <u>27101</u>		6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR 3.41).....\$ <u>40.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>18-1102</u> _____ (Attach duplicate copy of this page if paying by deposit account)			
DO NOT USE THIS SPACE					
9. Statement and signature. <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <u>August J. Borschke</u> <u>6/9/03</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and documents: <u>7</u>					

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

FILED

DEC 29 1992

CERTIFICATE OF OWNERSHIP AND MERGER**MERGING****DANIEL J. DALTON**
Secretary of State**RJR ARCHER, INC.**
(A Delaware Corporation)**INTO****R. J. REYNOLDS TOBACCO COMPANY**
(A New Jersey Corporation)**PURSUANT TO SECTION 253 OF THE DELAWARE GENERAL
CORPORATION LAW AND SECTION 14A:10-5.1 OF THE NEW JERSEY
BUSINESS CORPORATION ACT**

R. J. Reynolds Tobacco Company (the "Company"), a corporation organized and existing under the laws of the State of New Jersey, does hereby certify:

FIRST: That it was incorporated and duly organized pursuant to the provisions of the New Jersey Business Corporation Act (the "NJBCA").

SECOND: That it owns all of the outstanding shares of the capital stock of RJR Archer, Inc. ("Archer"), a corporation incorporated and duly organized pursuant to the provisions of the General Corporation Law of the State of Delaware (the "DGCL").

THIRD: A plan of Merger (the "Plan") is attached hereto as Exhibit A, pursuant to which the Company shall be the surviving corporation and Archer shall be the merged corporation. The Plan was approved by the Board of Directors of the Company on December 23, 1992.

FOURTH: Archer has 5,000 shares of \$100 par value Common Stock outstanding. The Company owns all of Archer's 5,000 shares of \$100 par value Common Stock outstanding.

FIFTH: That, by resolutions duly adopted by its Board of Directors on December 23, 1992, the Corporation approved the merger of Archer with and into itself pursuant to Section 253 of the DGCL and Section 14A:10-5.1 of the NJBCA, effective as of the date of filing of this Certificate of Ownership and Merger, and that said resolutions read as follows:

RESOLVED, that R. J. Reynolds Tobacco Company (the "Company") merge RJR Archer, Inc. ("Archer") with and into itself, by which action the separate corporate existence of Archer shall cease, and the Company shall succeed to the ownership of all of the assets and assume all of the obligations of Archer.

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FURTHER RESOLVED, that said merger shall become effective December 31, 1992 at 11:59 p.m. and upon the filing of a Certificate of Ownership and Merger with the Secretaries of State of the States of Delaware and New Jersey.

SIXTH: The Company hereby agrees that it may be served with process in Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation Law, and hereby irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is Prentice-Hall Corporation Services, Inc., 32 Loockerman Square, Suite L-100, Dover, County of Kent, Delaware 19901.

IN WITNESS WHEREOF, R. J. REYNOLDS TOBACCO COMPANY has caused this Certificate of Ownership and Merger to be signed by its Chairman, President and Chief Executive Officer attested by its Secretary as of the 23rd day of December, 1992.

R. J. REYNOLDS TOBACCO COMPANY

By: 

James W. Johnston
Chairman, President, and
Chief Executive Officer

ATTEST:



Wayne W. Juchatz
Secretary

EXHIBIT A**PLAN OF MERGER**

WHEREAS, R. J. Reynolds Tobacco Company, a New Jersey corporation (the "Company" or the "Surviving Corporation") desires to cause a merger (the "Merger") whereby RJR Archer, Inc., a Delaware corporation and a wholly-owned subsidiary of the Company ("Archer"), will be merged with and into the Company upon the terms and conditions set forth herein and in accordance with the laws of the States of Delaware and New Jersey;

NOW, THEREFORE, the Company intends to carry out the merger in accordance with the following terms and conditions:

ARTICLE I.**MERGER**

Subject to the terms and conditions hereof, at the Effective Time:

(a) Archer shall be merged with and into the Company in accordance with the applicable provisions of the Delaware General Corporation Law (the "DGCL") and the New Jersey Business Corporation Act (the "NJBCA") and the Company shall be the Surviving Corporation.

(b) From and after the Effective Time, the separate existence of Archer shall cease, and the Company shall continue in existence and the Merger shall in all respects have the effects provided for in the DGCL and the NJBCA.

(c) The Certificate of Incorporation of the Company shall be the Certificate of Incorporation of the Surviving Corporation.

(d) The By-Laws of the Company shall be the By-Laws of the Surviving Corporation.

(e) From and after the Effective Time, the Board of Directors of the Surviving Corporation shall be the same as the Board of Directors of the Company immediately prior to the Effective Time, each of such persons to serve until his successor is elected and qualified or until his earlier death, resignation or removal.

(f) From and after the Effective Time, the officers of the Surviving Corporation shall be the same as the officers of the Company immediately prior to the Effective Time, and each such officer shall serve until his successor is elected and qualified or until his earlier death, resignation or removal.

ARTICLE II.
EFFECTIVE TIME

The merger shall be effective December 31, 1992 at 11:59 p.m. and upon the filing of a Certificate of Ownership and Merger with the Secretaries of the States of Delaware and New Jersey.

ARTICLE III.
CONVERSION OF SHARES

(a) At the Effective Time, each outstanding share of Common Stock of Archer, par value \$100 outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any action on the part of the holder thereof, be canceled.

(b) After the Effective Time, each outstanding share of Common Stock of the Company, par value \$1,000 per share, shall remain as an identical outstanding share.

Check Appropriate Statute:

TYPE ALL INFORMATION EXCEPT SIGNATURES

☒ Title 14A:13-4 New Jersey Business Corporation Act (File in DUPLICATE)☐ Title 15A:13-4 New Jersey Nonprofit Corporation Act (File in TRIPLICATE)APPLICATION FOR A CERTIFICATE OF AUTHORITY
(For use by Foreign Profit and Nonprofit Corporations)

Pursuant to the provisions of the appropriate Statute, checked above, of the New Jersey Statutes, the undersigned corporation hereby applies for the authority to conduct business/activities in New Jersey and for that purpose certifies the following:

1. Name of Corporation: RJR Archer, Inc.
2. Incorporated under the laws of: Delaware
3. Date of Incorporation: January 10, 1966
4. The period of its duration is: Perpetual
5. The address of its main office or headquarters is:

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(Street and postal designation, if applicable)

Winston-Salem, North Carolina 27102
(City) (State) (Zip)

DANIEL J. DALTON
Secretary of State

6. The name and address of its Registered Agent in New Jersey is:

The Prentice-Hall Corporation System, New Jersey, Inc.
(Agent's Name)

150 West State Street

(Street and postal designation, if applicable)

Trenton, New Jersey 08608
(City) (State) (Zip)

Said registered agent is an agent of the corporation upon whom process against the corporation may be served.

7. The business/activities which the corporation is authorized to conduct in New Jersey, and which it is also authorized to conduct in its home jurisdiction are:

A company that manufactures and sells printed flexible packaging materials, cartons, plastic films and speciality aluminum products.

Note: Attach a good standing certificate from the home state dated not more than 30 days prior to filing in New Jersey.

Name: Carl C. Klein

Title: President & General Mgr.
(Must be Ch. of Bd. Pres. or Vice Pres.)

Date: 12-22-92

The purpose of this form is to simplify the filing requirements of the Secretary of State and does not replace the need for competent legal advice.

REEL: 013705 FRAME: 0168/88



State of New Jersey

DEPARTMENT OF THE TREASURY
DIVISION OF TAXATION50 BARRACK STREET
CN-269
TRENTON, NEW JERSEY 08646Certificate No. **B** 54111

Application No. 83,392 JRM

Fee Paid \$25.00

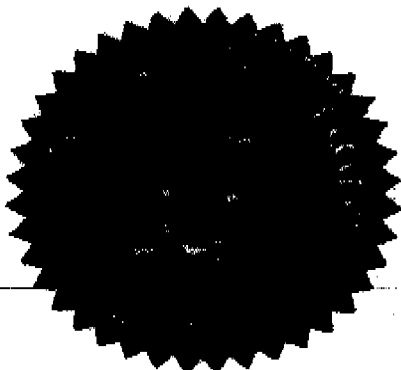
Tax Clearance Certificate

This is to Certify that all State taxes, fees, penalties and interest levied
upon or assessed against **RJR ARCHER, INC.**

(A Delaware Corporation - Authorized in New Jersey November
26, 1968 - OC #34054 - Authority revoked April 30, 1991 -
Certificate issued pursuant to N.J.S.A. 54:10A-21 for the
purpose of Reauthorization).

by the State of New Jersey, under Title 54 of the Revised Statutes and all acts amendatory
thereof or antecedent or supplementary thereto, have been paid.

NOTE

*THIS CERTIFICATE IS NOT GOODAFTER DECEMBER 31, 1992.

crp

WITNESS my hand and official seal at Trenton, this

.....28th..... day of ..December.....

A.D. 19 92

Director, Division of TaxationA-5017-CB
12-87, 2-5

RECORDED: 06/04/2003

PATENT
REEL: 013705 FRAME: 0161